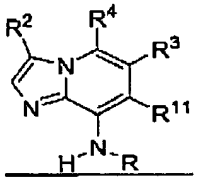
Amendments to the Claims

The listing of claims will replace all prior versions and listing of claims in the application:

Listing of Claims:

Claims 1-4: Cancelled.

Claim 5 (currently amended): ~~The compound of claim 2,~~ A compound represented by the structural formula:



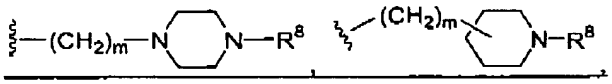
Formula III

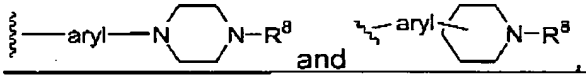
or a pharmaceutically acceptable salt or solvate thereof,

wherein:

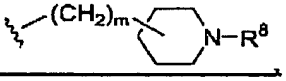
wherein R is unsubstituted phenyl, unsubstituted pyridyl or unsubstituted pyrimidinyl[;]

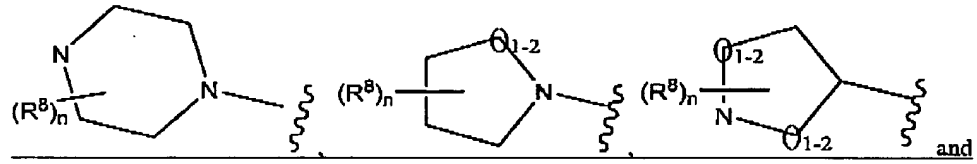
R^2 is selected from the group consisting of R^9, alkyl, aryl, arylalkyl, heteroaryl, heteroarylalkyl, heterocyclyl, heterocyclylalkyl, alkenyl, alkynyl, cycloalkyl, $-CF_3$, $-C(O)R^7$, alkyl substituted with 1-6 R^9 groups which groups can be the same or different with each R^9 being independently selected,



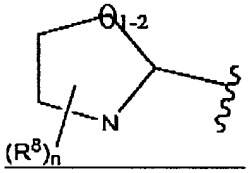


, wherein each of said aryl, heteroaryl, arylalkyl and heterocyclyl can be unsubstituted or optionally independently substituted with one or more moieties which can be the same or different, each moiety being independently selected from the group consisting of halogen, alkyl, cycloalkyl, CF_3, CN, $-OCF_3$, $-OR^6$, $-C(O)R^7$, $-NR^6R^7$, $-C(O)OR^6$, $-C(O)NR^5R^6$, $-SR^6$, $-S(O_2)R^7$, $-S(O_2)NR^5R^6$, $-N(R^5)S(O_2)R^7$, $-N(R^5)C(O)R^7$ and $-N(R^5)C(O)NR^5R^6$;

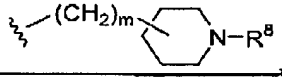
R^3 is selected from the group consisting of halogen, $-NR^5R^6$, cycloalkyl, aryl, heteroaryl, heteroarylalkyl, heterocyclyl, heterocyclylalkyl, alkynyl, alkenyl, $-(CHR^5)_n$-aryl, $-(CHR^5)_n$-heteroaryl, $-(CHR^5)_n-OR^6$, $-S(O_2)R^6$, $-S(O_2)NR^5R^6$, $-CH(aryl)_2$, $-(CH_2)_m-NR^8$, 



and



wherein each of said aryl, arylalkyl, cycloalkyl, heteroaryl, heteroarylalkyl, heterocyclyl and heterocyclylalkyl for R^3 and the heterocyclyl moieties whose structures are shown immediately above for R^3 can be unsubstituted or optionally independently substituted with one or more moieties which moieties can be the same or different, each moiety being independently selected from the group consisting of halogen, alkyl, aryl, cycloalkyl, CF_3, CN, $-OCF_3$, $-OR^5$, $-C(R^4R^5)_nOR^5$, $-NR^5R^6$, $-C(R^4R^5)_nNR^5R^6$, $-C(O_2)R^5$, $-C(O)R^5$, $-C(O)NR^5R^6$, $-SR^6$, $-S(O_2)R^6$, $-S(O_2)NR^5R^6$, $-N(R^5)S(O_2)R^7$, $-N(R^5)C(O)R^7$ and $-N(R^5)C(O)NR^5R^6$;

R^4 is selected from the group consisting of H, halogen, CF_3, alkyl, cycloalkyl, aryl, heteroaryl, heteroarylalkyl, heterocyclyl, heterocyclylalkyl, alkynyl, alkenyl, $-(CHR^5)_n$-aryl, $-(CHR^5)_n$-heteroaryl, $-(CHR^5)_n-OR^6$, $-S(O_2)R^6$, $-C(O)R^6$, $-S(O_2)NR^5R^6$, $-C(O)OR^6$, $-C(O)NR^5R^6$, cycloalkyl, $-CH(aryl)_2$, $-(CH_2)_m-NR^8$, and  , wherein each of said aryl, alkyl, cycloalkyl, heteroaryl, heteroarylalkyl, heterocyclyl and heterocyclylalkyl can be unsubstituted or optionally substituted with one or more moieties which can be the same or different, each moiety being independently selected from the group consisting of halogen, alkyl, aryl, cycloalkyl, CF_3, CN, $-OCF_3$, $-OR^5$, $-NR^5R^6$, $-C(O_2)R^5$, $-C(O)NR^5R^6$, $-SR^6$ and $-S(O_2)R^6$;

R^5 is H, alkyl or aryl;

R^6 is selected from the group consisting of H, alkyl, aryl, heteroaryl, arylalkyl, cycloalkyl, heteroarylalkyl, heterocyclyl and heterocyclylalkyl, wherein each of said alkyl, aryl, heteroaryl, arylalkyl, cycloalkyl, heteroarylalkyl, heterocyclyl and heterocyclylalkyl can be unsubstituted or optionally independently substituted with one or more moieties which can be the same or different, each moiety being independently selected from the group consisting of halogen, alkyl, aryl, cycloalkyl, heterocyclylalkyl, CF_3, OCF_3, CN, $-OR^5$, $-NR^5R^{10}$, $-N(R^5)Boc$, $-C(R^4R^5)OR^5$, $-C(O)R^6$, $-C(O)OR^5$, $-C(O)NR^5R^{10}$, $-SO_3H$, $-SR^{10}$, $-S(O_2)R^7$, $-S(O_2)NR^5R^{10}$, $-N(R^5)S(O_2)R^7$, $-N(R^5)C(O)R^7$ and $-N(R^5)C(O)NR^5R^{10}$;

R^{10} is selected from the group consisting of H, alkyl, aryl, arylalkyl, cycloalkyl, heterocyclyl, heterocyclylalkyl, heteroaryl, and heteroarylalkyl, wherein each of said alkyl, aryl, arylalkyl, cycloalkyl, heterocyclyl, heterocyclylalkyl, heteroaryl, and heteroarylalkyl can be unsubstituted or optionally substituted with one or more moieties which can be the same or different, each moiety being independently selected from the group consisting of halogen, alkyl, aryl, cycloalkyl, heterocyclylalkyl, CF_3, OCF_3, CN, $-OR^5$, $-NR^4R^5$, $-N(R^5)Boc$, $-(CR^4R^5)_nOR^5$, $-C(O_2)R^5$, $-C(O)NR^4R^5$, $-C(O)R^5$, $-SO_3H$, $-SR^5$, $-S(O_2)R^7$, $-S(O_2)NR^4R^5$, $-N(R^5)S(O_2)R^7$, $-N(R^5)C(O)R^7$ and $-N(R^5)C(O)NR^4R^5$;

or optionally (i) R^5 and R^{10} in the moiety $-NR^5R^{10}$, or (ii) R^5 and R^6 in the moiety $-NR^5R^6$, may be joined together to form a cycloalkyl or heterocyclyl moiety, with each of said cycloalkyl or heterocyclyl moiety being unsubstituted or optionally independently being substituted with one or more R^9 groups;

R^7 is selected from the group consisting of alkyl, cycloalkyl, aryl, heteroaryl, arylalkyl and heteroarylalkyl wherein each of said alkyl, cycloalkyl, heteroarylalkyl, aryl, heteroaryl and arylalkyl can be unsubstituted or optionally independently substituted with one or more moieties which can be the same or different, each moiety being independently selected from the group consisting of halogen, alkyl, aryl, cycloalkyl, CF_3, OCF_3, CN, $-OR^5$, $-NR^5R^{10}$, $-CH_2OR^5$, $-C(O_2)R^5$, $-C(O)NR^5R^{10}$, $-C(O)R^5$, $-SR^{10}$, $-S(O_2)R^{10}$, $-S(O_2)NR^5R^{10}$, $-N(R^5)S(O_2)R^{10}$, $-N(R^5)C(O)R^{10}$ and $-N(R^5)C(O)NR^5R^{10}$;

R^8 is selected from the group consisting of R^6, $-C(O)NR^5R^{10}$, $-S(O_2)NR^5R^{10}$, $-C(O)R^7$, $-C(O)OR^6$ and $-S(O_2)R^7$;

R^9 is selected from the group consisting of halogen, CN, NR^5R^{10}, $-C(O)OR^6$, $-C(O)NR^5R^{10}$, $-OR^6$, $-C(O)R^7$, $-SR^6$, $-S(O_2)R^7$, $-S(O_2)NR^5R^{10}$, $-N(R^5)S(O_2)R^7$, $-N(R^5)C(O)R^7$ and $-N(R^5)C(O)NR^5R^{10}$;

R^{11} is H, alkyl or aryl;

m is 0 to 4; and

n is 1-4.

Claim 6: Cancelled.

Claim 7 (currently amended): The compound of claim 5 ~~2~~, wherein R is pyridylmethyl whose pyridyl is unsubstituted or optionally substituted with one or more moieties selected from the group consisting of F, Cl, Br, CN, $-NH_2$, $-N(H)C(O)CH_3$ and CF_3.

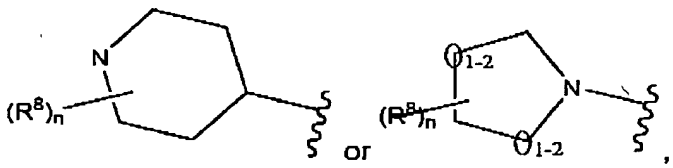
Claim 8 (original): The compound of claim 7, wherein said pyridyl is 2-pyridyl, 3-pyridyl or 4-pyridyl.

Claim 9 (currently amended): The compound of claim 5 ~~2~~, wherein R is phenyl, pyridyl or pyrimidinyl each of which is substituted with one or more moieties which can be the same or different, each being independently selected from the group consisting of Cl, Br, $-NH_2$, $-N(H)C(O)CH_3$ or $-CF_3$.

Claim 10 (currently amended): The compound of claim 5 ~~2~~, wherein R^2 is F, Cl, Br, I, hydroxyalkyl, alkoxyalkyl, or lower alkyl.

Claim 11 (original): The compound of claim 10, wherein R^2 is Br, I, $-CH_2OH$, $-CH_2OCH_3$, or methyl.

Claim 12 (currently amended): The compound of claim 5 ~~2~~, wherein R^3 is aryl, $-NR^5R^6$,



wherein said alkyl and aryl and the heterocyclyl moieties shown immediately above for R^3 can be unsubstituted or optionally independently substituted with one or more moieties (in addition to any R^8) which can be the same or different, each

moiety being independently selected from the group consisting of F, Cl, Br, CF_3, lower alkyl, hydroxyalkyl, alkoxy, $-S(O_2)R^6$, and CN.

Claim 13 (currently amended): The compound of claim 5 2, wherein R^4 is H, alkyl or aryl, wherein said alkyl or aryl can be unsubstituted or optionally independently substituted with one or more moieties which can be the same or different, each moiety being independently selected from the group consisting of F, Cl, Br, CF_3, lower alkyl, hydroxyalkyl, alkoxy, $-S(O_2)R^6$, and CN.

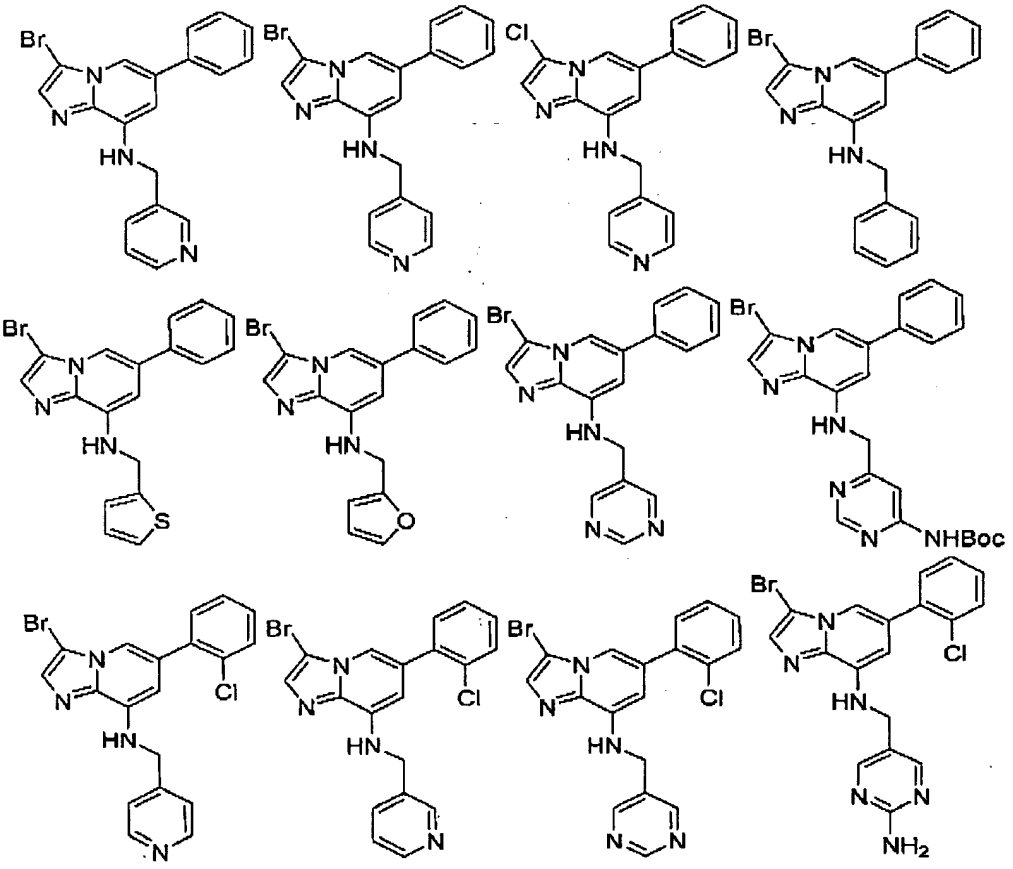
Claim 14 (currently amended): The compound of claim 5 2, wherein R^5 is H.

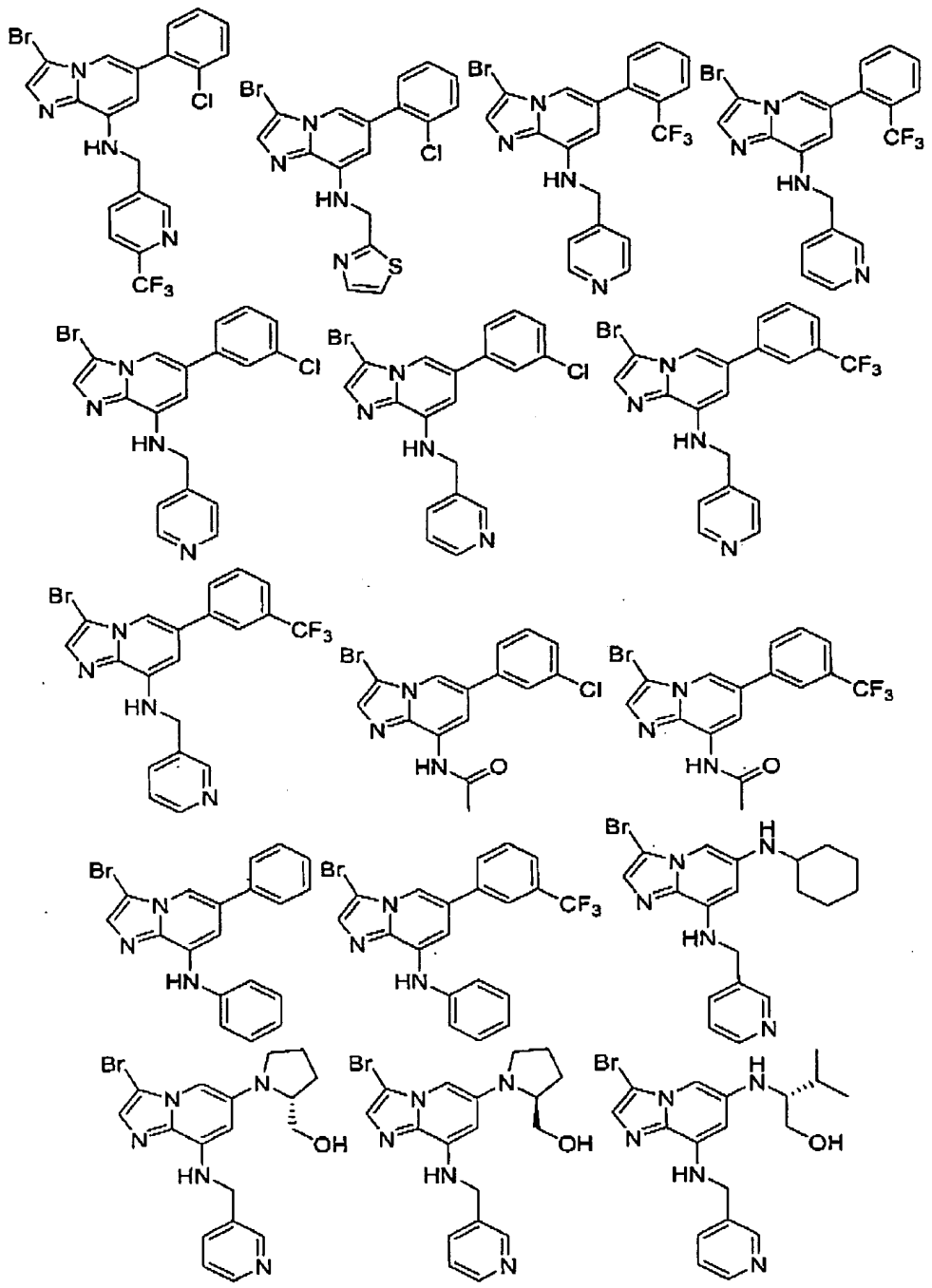
Claim 15 (currently amended): The compound of claim 5 2, wherein R^{11} is H.

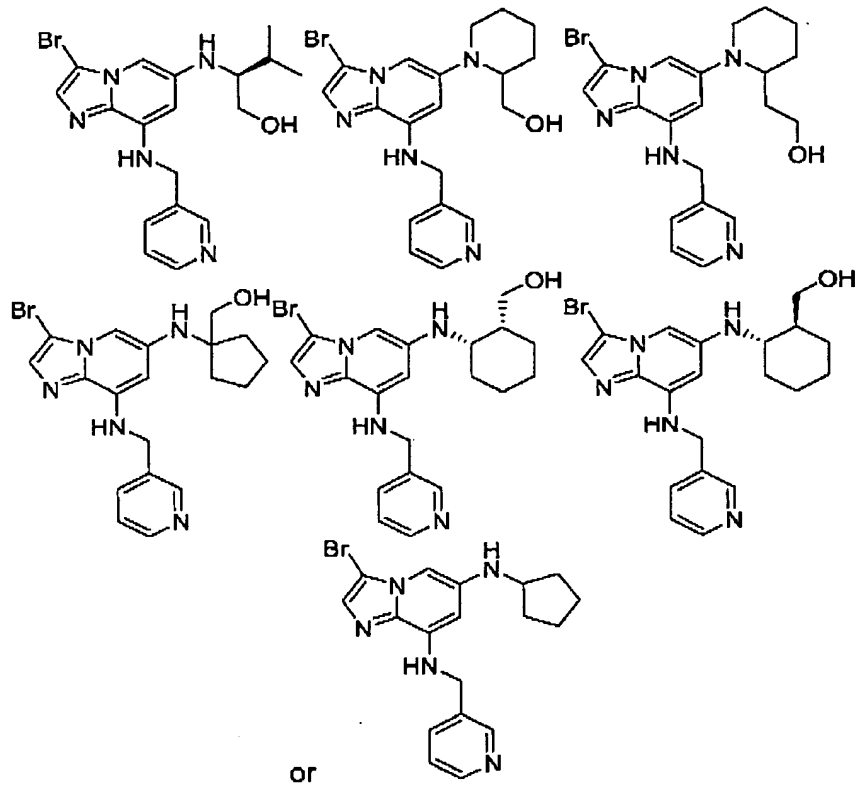
Claim 16 (currently amended): The compound of claim 5 2, wherein m is 0.

Claim 17 (currently amended): The compound of claim 5 2, wherein n is 1.

Claim 18 (original): A compound of the formula:



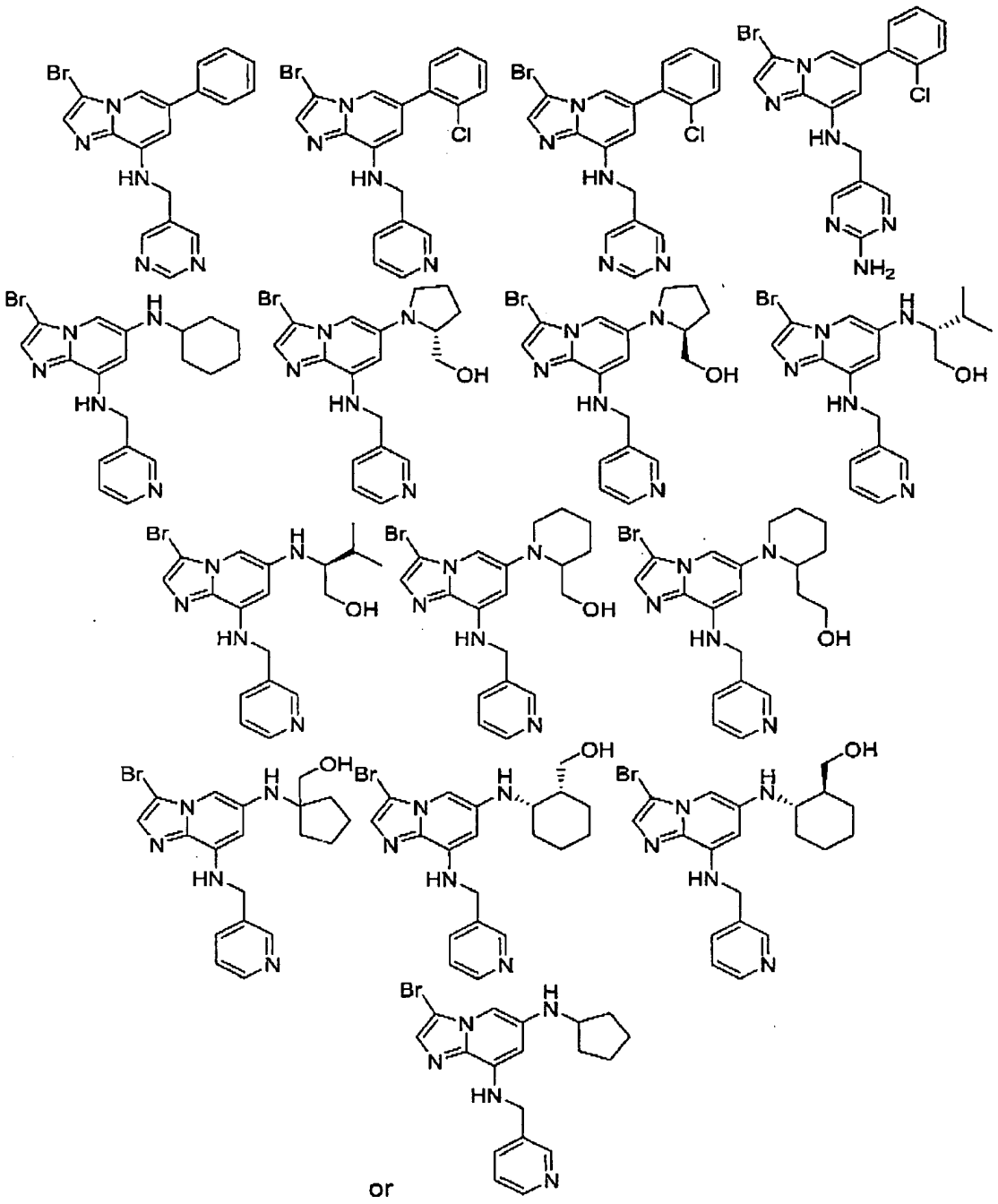




or

5 or a pharmaceutically acceptable salt or solvate thereof.

Claim 19 (original): A compound of the formula:



or

or a pharmaceutically acceptable salt or solvate thereof.

Claims 20-28: Cancelled.

Claim 29 (currently amended): A pharmaceutical composition comprising a therapeutically effective amount of at least one compound of claim ~~54~~ 51 in combination with at least one pharmaceutically acceptable carrier.

Claim 30: Cancelled.

Claim 31 (currently amended): A compound of claim ~~54~~ 51 in purified form.